



Division); Bowie, Franklin, Red River, and Titus (Texarkana Division); and Angelina, Houston, Nacogdoches, Polk, Sabine, San Augustine, Shelby, Trinity, and Tyler (Lufkin Division). U.S. Cellular has not provided wireless service or had any business operations in the Eastern District of Texas since June 1995. It does not consent to personal jurisdiction over it or venue in the Eastern District of Texas.

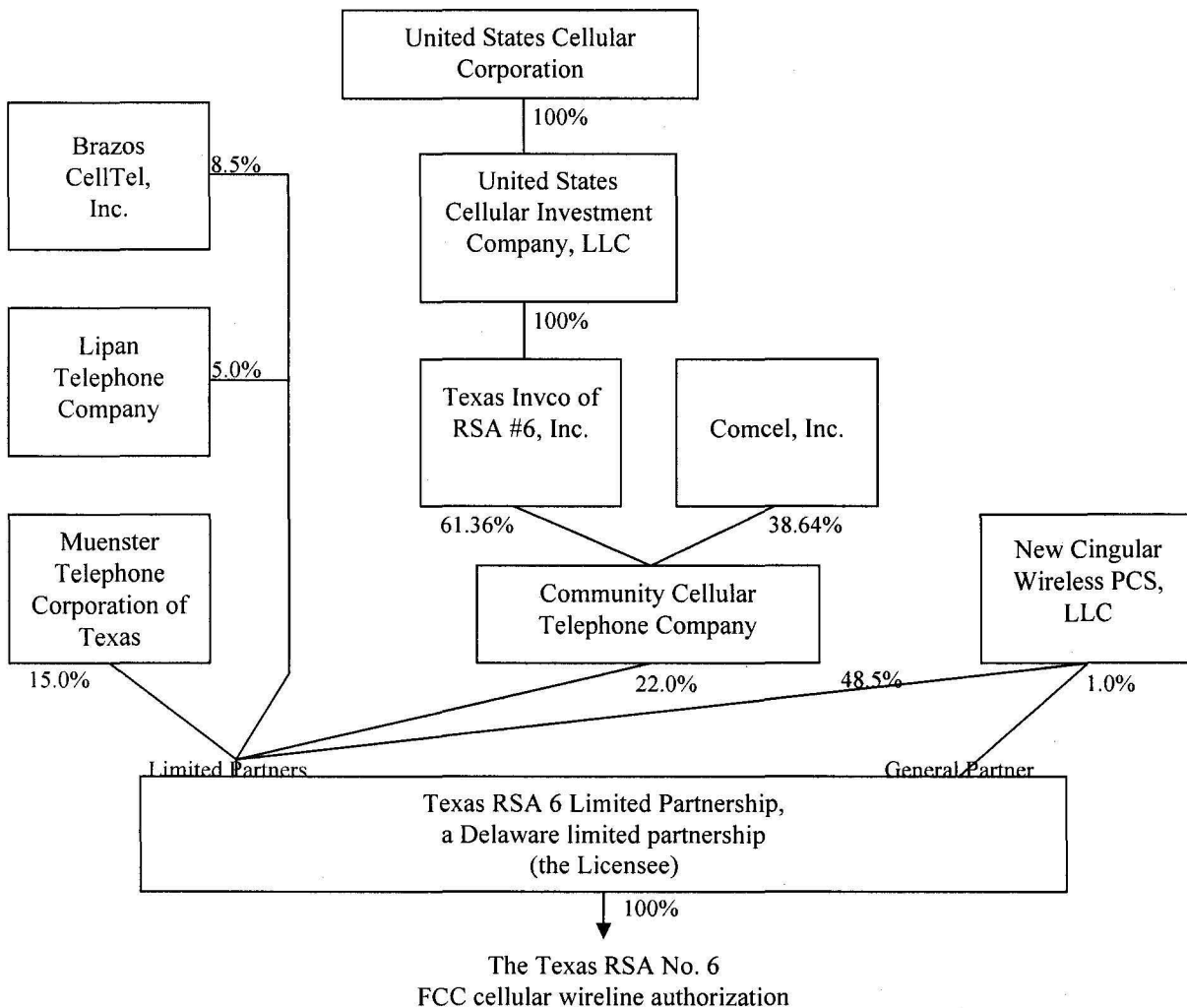
6. Like other wireless carriers, U.S. Cellular operates via retail stores, some of which are owned by the company and the rest by independent agents. About 400 stores are company owned and about 1,000 agent-owned. None of these 1,400 stores are located within the Eastern District of Texas. U.S. Cellular does not have any other business offices in the Eastern District of Texas. It does not have an agent for service of process in the Eastern District of Texas; does not own any real property in the Eastern District of Texas; does not have any bank accounts in the Eastern District of Texas; and does not maintain a telephone listing in the Eastern District of Texas.

7. U.S. Cellular has approximately 8,400 employees. None are officed in the Eastern District of Texas.

8. In order to provide wireless service, cell towers are necessary for the transmission of the customers' wireless signals. U.S. Cellular does not maintain any cell towers or other equipment in the Eastern District of Texas.

9. Wireless service can only be provided pursuant to a license from the Federal Communications Commission (the "FCC"). FCC wireless licenses authorize service for only the specific geographic area covered by the licenses. None of U.S. Cellular's existing licenses authorize it to provide service within the Eastern District of Texas. U.S. Cellular indirectly holds a passive ownership interest in a wireless FCC licensee, Texas RSA No. 6 Limited Partnership, whose FCC-denominated wireless service area Texas RSA No. 6 includes Cooke County, Texas, but no other part of the Eastern District of Texas. U.S. Cellular has never conducted any operations or business pursuant to that license. New Cingular Wireless PCS, LLC, a wholly owned indirect subsidiary of AT&T, Inc., is the sole general partner with controlling interest in the partnership. Community Cellular Telephone Company is a limited partner of and owns a 22%

interest in Texas RSA No. 6 Limited Partnership. Texas Invco of RSA#6, Inc. is a U.S. Cellular affiliate that owns 61.36 % of Community Cellular Telephone Company. Texas Invco of RSA #6, Inc. is 100% owned by United States Cellular Investment Company, which in turn is 100% owned by U.S. Cellular. A true and correct diagram reflecting ownership is shown below:



10. U.S. Cellular does not solicit business in the Eastern District of Texas. U.S. Cellular advertising is directed to consumers in the markets where it has operations, none of which are in the Eastern District of Texas.

11. U.S. Cellular does not ship any mobile communication devices or voicemail products to the Eastern District of Texas. U.S. Cellular does not import any mobile communication devices or voicemail products into the Eastern District of Texas.

12. U.S. Cellular has approximately 6,000,000 customers. Approximately 300 U.S. Cellular customers have billing addresses in the Eastern District of Texas, which is less than 0.01% of U.S. Cellular's customers.

13. U.S. Cellular's website does not allow customers who provide a billing address outside of U.S. Cellular's service area to open an account online. When shopping for wireless plans and products on U.S. Cellular's website, visitors are prompted to enter their zip code. In response to zip codes within any area for which U.S. Cellular does not provide wireless service, including the Eastern District of Texas, U.S. Cellular's website informs visitors "We're sorry but we do not offer our products & services in this area. Please enter a different zip code or search by city/state." A sample screenshot from U.S. Cellular's website, after submitting a Tyler, Texas zip code("75702"), is attached as Exhibit B.

14. I have reviewed the complaint filed in the above styled action pending in the Eastern District of Texas. From the complaint, I understand that Plaintiff alleges that U.S. Cellular infringes Plaintiff's patent by providing voicemail services.

15. The voicemail services that U.S. Cellular provides use equipment housed in its mobile telephone switching offices distributed in various locations within its service area. None of that equipment is located within the boundaries of the Eastern District of Texas.

16. The U.S. Cellular employees knowledgeable about the technical aspects of the voicemail services are employees from U.S. Cellular's National Network Operations teams located in Schaumburg, Illinois, which is a suburb of Chicago located in Cook County, and employees working at U.S. Cellular's Chicago headquarters. U.S. Cellular's documents relating to the technical aspects of the voicemail services are primarily maintained in the Schaumburg offices and Chicago headquarters. U.S. Cellular does not maintain any documents in the Eastern District of Texas.

17. The U.S. Cellular employees with knowledge about and documents relating to any marketing of voicemail services are centered in the Chicago headquarters.

18. To the best of my knowledge, no U.S. Cellular employee with information relevant to the claims or defenses in this litigation is located in the Eastern District of Texas. To the best of

my knowledge, there are no documents relevant to the claims or defenses in this litigation located in the Eastern District of Texas.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on May 16, 2012



Stephen P. Fitzell